

**Greenberg Traurig, LLP**  
 1200 17<sup>th</sup> Street, Suite 2400  
 Denver, Colorado 80202  
 (303) 572-6500  
 (702) 572-6540 (fax)

JAMES E. WHITMIRE, ESQ.  
 Nevada Bar No. 6533  
 BRIAN W. BOSCHKEE, ESQ.  
 Nevada Bar No. 7612  
 F. THOMAS EDWARDS, ESQ.  
 Nevada Bar No. 9549  
 SANTORO, DRIGGS, WALCH,  
 KEARNEY, JOHNSON & THOMPSON  
 400 South Fourth Street, Third Floor  
 Las Vegas, Nevada 89101  
 Telephone: (702) 791-0308  
 BRIAN L. DUFFY, ESQ.  
 NAOMI G. BEER, ESQ.  
 GREENBERG TRAURIG, LLP  
 1200 Seventeenth Street, Suite 2400  
 Denver, Colorado 80202  
 Telephone: (303) 572-6500  
 Attorneys for Defendants

**IN THE UNITED STATES DISTRICT COURT  
 FOR THE DISTRICT OF NEVADA**

	)	MDL 1735
<b>IN RE: WAL-MART WAGE AND HOUR</b>	)	2:06-cv-00225-PMP-PAL
<b>EMPLOYMENT PRACTICES LITIGATION</b>	)	(BASE FILE)
	)	<b>STIPULATION FOR APPROVAL</b>
<b>THIS DOCUMENT RELATES TO:</b>	)	<b>OF THE ESTABLISHMENT OF</b>
	)	<b>THE KING QUALIFIED</b>
<i>King, et al. v. Wal-Mart Stores, Inc., et al.</i>	)	<b>SETTLEMENT FUND</b>
<b>2:07-CV-01486-WY</b>	)	
	)	
	)	

Plaintiffs and Defendants, by and through their undersigned counsel in these proceedings, hereby stipulate and agree as follows with respect to the establishment of the King Qualified Settlement Fund (the "King Qualified Settlement Fund" or "Qualified Settlement Fund"). The King Qualified Settlement Fund will be governed by the terms of the King Trust Agreement, a copy of which is attached to this Stipulation as Exhibit 1.

1           1.       In accordance with the King Settlement Agreement executed May 26, 2009  
2 ("King Settlement Agreement", Defendants have agreed to pay to the King Qualified Settlement  
3 Fund a settlement amount in full settlement and discharge of all of the claims of respective  
4 Settlement Class Members (the "Releasing Class Members") against Defendants that are the  
5 subject of the King lawsuit (the "Litigation") and in exchange for a full release of the claims  
6 identified more fully in Sections 9.1 through Section 9.3 of the King Settlement Agreement, and  
7 for the other rights and obligations set forth in the King Settlement Agreement.

8           2.       To permit Defendants to be released and for the Litigation to be dismissed with  
9 prejudice in accordance with the King Settlement Agreement, Defendants seek this Court's  
10 approval to establish the King Qualified Settlement Fund, as required by Treas. Reg. Section  
11 1.468B-1.

12           3.       Establishment of the King Qualified Settlement Fund will satisfy the requirements  
13 of Treasury Regulation Section 1.468B-1(c), 26 C.F.R. § 1.468B-1, by (a) being established  
14 pursuant to the approval of this Court, (b) resolving and satisfying claims for alleged breach of  
15 contract and violations of statutory and common law against Defendants, and (c) constituting a  
16 segregated account, all as required by those regulations.

17           4.       The King Qualified Settlement Fund will be administered by Rust Consulting,  
18 Inc. (hereafter, the "Administrator"). The King Qualified Settlement Fund and its Administrator  
19 will remain subject to the continuing jurisdiction of this Court until the Qualified Settlement  
20 Fund terminates by its terms.

21           5.       The King Qualified Settlement Fund will receive the settlement amount from  
22 Defendants and hold those sums, and the earnings thereon, if any, until the Administrator has  
23 completed all administration and disbursements of such funds, as well as payment of taxes and  
24 administrative costs in accordance with the King Settlement Agreement, subject to further  
25 approvals of this Court, if required.

26           6.       Approval by the Court of the establishment of the King Qualified Settlement Fund  
27 best serves the interests of the King Plaintiffs and class by assuring that the necessary amounts of  
28 the settlement amount are transferred in accordance with the King Settlement Agreement by

Defendants following approval of this Motion and because the Court previously provided preliminary approval of the King Settlement Agreement on June 9, 2009. Approval by the Court of the establishment of the King Qualified Settlement Fund best serves the interests of Defendants by assuring finality to the Litigation against Defendants with respect to Defendants' payment obligations upon payment of the necessary settlement amounts in accordance with King Settlement Agreement.

7. Accordingly, the parties, Counsel for the King Plaintiffs, and Lead Counsel for Defendants and the Plaintiffs in MDL 1735 have agreed to the terms to the King Qualified Settlement Fund Trust Agreement, attached hereto as Exhibit 1, and respectfully request that this Court approve the establishment of the King Qualified Settlement Fund.

Dated this 21<sup>st</sup> day of September, 2009.

GREENBERG TRAUIG, LLP

BERGER & MONTAGUE, P.C.

/s/ Naomi G. Beer

/s/ Todd S. Collins

BRIAN L. DUFFY

TODD S. COLLINS

NAOMI G. BEER

1622 Locust Street

1200 17<sup>th</sup> Street, Suite 2400

Philadelphia, Pennsylvania 19103

Denver, Colorado 80202

Co-Lead Counsel for Plaintiffs

Lead Counsel for Defendants

Tele: (215) 875-3040

Fax: (215) 875-4604

Lead Counsel for King Plaintiffs

KELLER ROHRBACK

LYNN L. SARKO

1201 Third Avenue, Suite 3200

Seattle, Washington 98101-3052

Co-Lead Counsel for King Plaintiffs

IT IS SO ORDERED

By: \_\_\_\_\_

PHILIP M. PRO

Chief United States District Judge

**CERTIFICATE OF SERVICE**

I, Eleanor Greer, declare under penalty of perjury that the following is true and correct:

I am a citizen of the United States; I am over the age of 18 years; I am employed by GREENBERG TRAURIG LLP, located at 1200 Seventeenth Street, Suite 2400, Denver, Colorado 80202, whose members are members of the State Bar of Colorado and at least one of whose members is a member of the Bar of each Federal District Court within Colorado; I am not a party to the within action; and that I caused to be served a true and correct copy of the following document in the manner indicated below:

**1. STIPULATION FOR APPROVAL OF THE ESTABLISHMENT OF THE KING QUALIFIED SETTLEMENT FUND**

**2. CERTIFICATE OF SERVICE**

**X**

By Electronic Filing: I served a true copy on this date of each document listed above on all parties registered for electronic filing in this action.

Executed on September 21, 2009 at Denver, Colorado.

/s/ Eleanor Greer

Eleanor Greer  
Legal Assistant

**Greenberg Traurig, LLP**  
1200 17<sup>th</sup> Street, Suite 2400  
Denver, Colorado 80202  
(303) 572-6500  
(702) 572-6540 (fax)